

SPIDER-MAN

MARVEL COMICS GROUP



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the AMAZING SPIDER-MAN



HEY!

'I NEED 250 SKINNY GUYS!'

Mr. Universe
Frank
Richard
says...

muscles in only 35 days!

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Medically approved by doctors,
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'Your course is fantastic. My arms are thickening and getting harder after every session.'
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NO APPARATUS TO BUY. There is absolutely no apparatus or exercise contraptions to buy. I supply all that is necessary. The complete course involves only a few minutes a day for just 35 days. You will notice DEFINITE RESULTS in only 14 days! Nor do you have to complete the whole course. If after only a few days you feel you have "muscle" enough then simply quit the course. You are under NO obligation whatsoever! HERE'S WHAT TENSEL CONSTRUCTION® DID FOR ME... I added 2 full inches of solid muscle to my arms, 4 inches to my chest, broadened my shoulders fantastically and transformed my whole physical appearance in just five short weeks... and I want to prove it can be done by anyone who wants impressive rippling muscles that burst with vitality, fitness and lifetime strength! **TENSEL CONSTRUCTION**® reveals the amazing shortcut to a weightlifters physique without weights... without barbells... and without exhausting exercise. Results are guaranteed many times faster. So far, I have tested **TENSEL CONSTRUCTION**® on 200 high school students and 150 laborers. **THE RESULTS HAVE BEEN**

LITTLE SHORT OF MIRACULOUS. Thin, skinny pupils have gained 10-20, even 30 lbs. of sexy, rippling muscle, while those flabby and overweight have quickly lost every last ounce of flab from their waists, hips and entire bodies. Instantly! Yes, I'm asking you to witness a muscle building miracle ON YOUR OWN BODY. Turn on with fabulous **TENSEL CONSTRUCTION**® and snap solid muscle on your arms, chest, shoulders and legs. **FAST!** Change your weakness into devastating, fearless strength and turn unwanted flab into trim "Mr. Universe" muscle. You have nothing to lose but your skinny body... Send TODAY FOR THIS UNIQUE OFFER JUST 25c COIN.

THE BODYBUILDING CENTER Dept. 14624
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Dear Frank,
I enclose 25c coin. Count me in on your "Mr. Universe in 35 days" Musclebuilding Secret. I understand that I am under no obligation and that I may quit TENSEL CONSTRUCTION® at any time without having to return the course.

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CITY _____ STATE _____
ZIP _____
(please print clearly)

IN ENGLAND, WRITE FRANK RICHARDS, PAN-COMBINE 24 PEMBRIDGE ROAD, LONDON W11.

Stan Lee PRESENTS: **THE AMAZING SPIDER-MAN™**

SUDDENLY... THE SMASHER!

LAST ISSUE, OUR COSTUMED WALL-CRAWLER TRIUMPHED OVER THE WARRING FORCES OF DOCTOR OCTOPUS AND THE CRIME-BOSS CALLED HAMMERHEAD!

HIS VICTORY WAS A HOLLOW ONE, HOWEVER--FOR HIS BELOVED AUNT MAY UNEXPECTEDLY DECIDED TO REMAIN AT DOC OCK'S WESTCHESTER HOUSEHOLD! CONFUSED, HURT BY HIS AUNT'S SUDDEN RETURN TO THE ISLE OF MANHATTAN--PETER PARKER MUST RESUME HIS ACTIVITIES AS SPIDER-MAN--AND PERHAPS TO ESCAPE HIS OWN PAINFUL AND CONFLICTING EMOTIONS...

I DON'T KNOW WHERE THAT RALEIGH CHARACTER CAME FROM, BUT ONE THING'S FOR SURE...

...A WELFARE CASE HE ISN'T WITH ALL THOSE ADS SPRINGING UP. THERE'S GOTTA BE A FORTUNE BEHIND HIM!

WELL, THAT'S HIS BAG! I'VE GOT MY OWN HANG-UP TO WORRY ABOUT!

OUR CITY NEEDS A RICHARD RALEIGH

VOTE FOR RICH RALEIGH

INDEPENDENT CITIZENS

OUR NEXT MAYOR

OKAY...THE INTRO'S OVER! NOW LET'S MOVE...

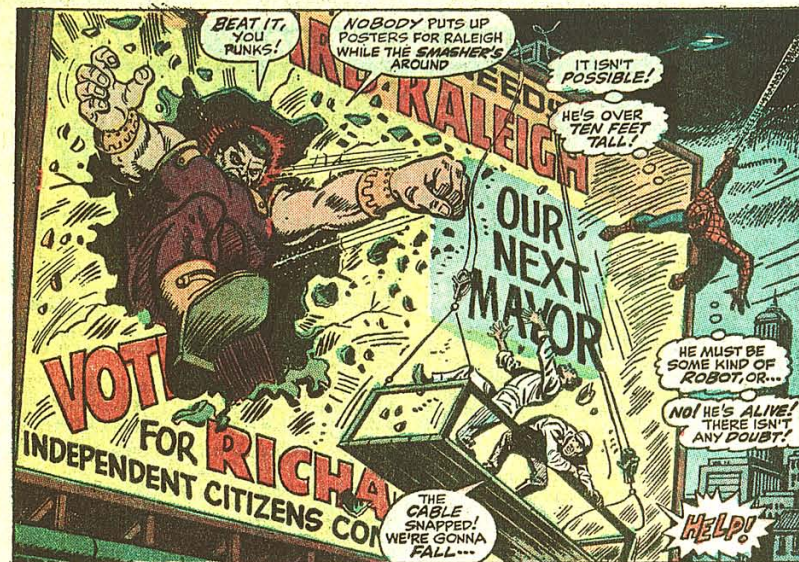
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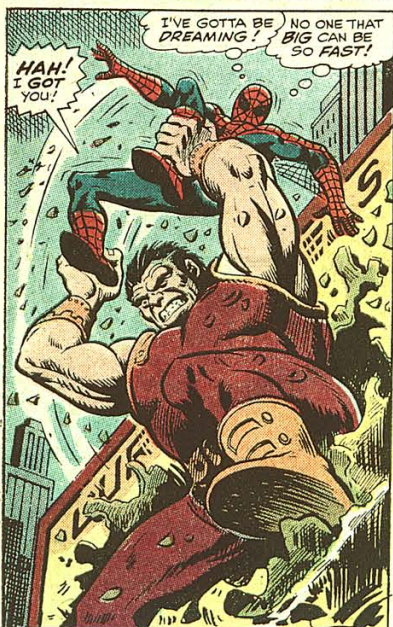
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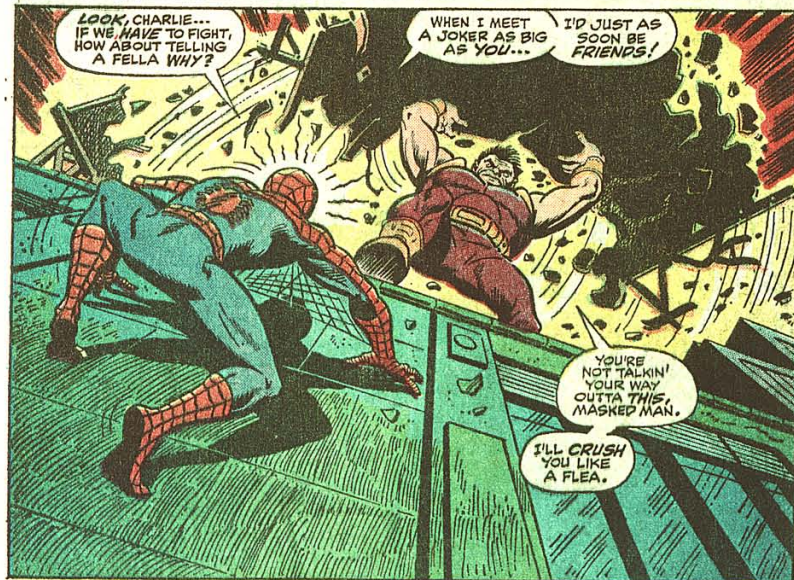
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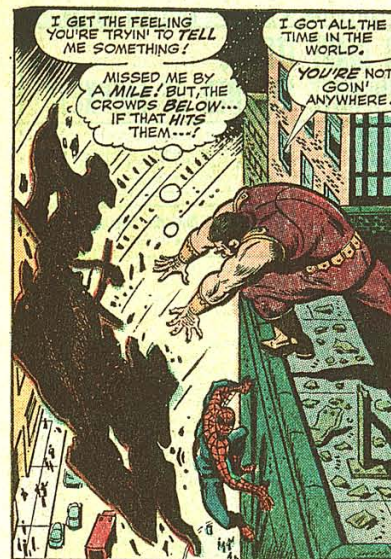
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IRRELEVANT INFO AND INANE ITEMS, ILLUSTRATED AND INSCRIBED BY AN INFINITE NUMBER OF MONKEYS!

STAN LEE'S SOAPBOX

Here in your friendly neighborhood Bullpen, we're always getting letters from tormented True Believers, complaining that we don't give you enough advance notice whenever Marvel takes on some nutty new project—like the time we had a concert at Carnegie Hall, or when one of us makes a guest appearance on radio or TV, or when some new Marvel poster or album goes on sale. Well, often those earth-shattering events happen too fast for us to alert you. (And other times it's our own fershlugginer forgetfulness!) But now, for once, we're doing it right! If you miss out this time, you can't blame us! Even as you thrill to these wondrous words, the first sensational new issue of **MONSTER MADNESS** is going on sale! It's just what Marvelom Assembled has been clamoring for—monsters, gags, ghouls, and guffaws! It's filled with fantastic far-out fotos and a zillion zingy surprises! It's a cool 60¢, for 64 big, jam-packed pages of phantasmagoric pandemonium! **MONSTER MADNESS!** You'll probably find it on display near the various black-and-white monster and humor-type mags. You can't miss it—it'll be the one they're fighting over! **MONSTER MADNESS!** Modesty forbids me to mention the author, but he sort'a resembles the same sweet guy who's now signing off with his usual ubiquitous—

Excelsior!

Stan

P.S. In case I was too subtle, what I'm shyly trying to hint at is: **MONSTER MADNESS!** Grab it! It's wild!

ITEM! Speaking of mad, mad monsters—and isn't the merry month of October the best possible time for doing just that?—we've just got to clue you in to our own brand new creature-feature, the comic-mag we call **THE MONSTER OF FRANKENSTEIN!** With the unparalleled success of **WEREWOLF BY NIGHT** and **THE TOMB OF DRACULA**, it was impossible that we'd be able to resist the clarion call to add the most famous gargyle of all to the mighty Marvel roster. And we've done it with a vengeance, people! First off, we got our Werewolf wonder-boy **MIKE PLOOG** to pencil—and monster-fan first class **GARY FRIEDRICH** to script. Next, we decided to do things up brown by being more faithful to Mary Shelley's original master-

piece of suspense than virtually any of the media have ever done before! Pick up a copy and see what we mean, okay? **THE MONSTER OF FRANKENSTEIN**—lumbering toward your friendly neighborhood newsstand right now!

ITEM! And, as long as it's that time of year again, this year macabre Marvel is tossing not one but two spell-binding Halloween specials at you! Don't dare miss the titanic two-parter which is interwoven between the smoldering pages of the current issues of **THE MIGHTY THOR** and **AMAZING ADVENTURES** (where the block-bustin' Beast holds forth)! Remember—the dread Dormammu is watching you!

ITEM! For those of you who've been clamoring for ages to see some new development in the young life of Franklin B. Richards (beloved son of Mr. and Mrs. Fantastic), we can't resist exhorting you to feast your bemused eyeballs on the latest ish of **FANTASTIC FOUR!** This month's saga contains only the barest, briefest hint of the shape of things to come—but it's a must! "Nuff said?

MARVELOUS MARVEL MINI-ITEMS! Didja know that our own **DICK AYERS** has been teaching a course in comic-book artistry at the world-famous Guggenheim Museum? It's all for the benefit of underprivileged kids in the New York City area. The Darlin' One says: "They call me 'Mr. Ayers'—and make me feel like Mr. Chips!" Right on, Richard! • Congrats to **RICH ("Swash") BUCKLER** on the latest addition to his own private Bullpen: a bouncing baby boy, born just a few days ago as these words are penned! The blessed event made poor Rich a day or two late on one of our ever-pressing deadlines, but what the hey—some things even our hectic schedule has to take a back seat to! • Be sure to dig the swingin' sword-and-sorcery epic by Messrs. **VAL MAY-ERIK** and **DAN ADKINS** in the second sensational issue of **CHAMBER OF CHILLS!** It's scripted by none other than fantasy author **JOHN JAKES**, and stars his own far-famed paperback hero, **BRACK THE BARBARIAN!** A surprise smash! • Remember when "The Fugitive" made TV history by actually ending the series when it left the tube? Well, **GEORGE ALEC EFFINGER** and **GRAY MORROW** have done the same thing with the first segment of our try-out feature "Warrior of Mars" in the now-on-sale issue of **CREATURES ON THE LOOSE!** Miss it not! • And didja know, since **HERO FOR HIRE** has gone monthly, it's been taking not one but two artists to pencil the mag? **BILLY GRAHAM** and **GEORGE TUSKA** are currently alternat-

ing on Luke Cage's astounding adventures, with Billy inking George's issues and banging out all the covers! Who says you don't get more for your hard-earned coppers from mixed-up Marvel?

MIGHTY MARVEL CHECKLIST Now On Sale!

SPIDER-MAN #116: The elections are nearly upon us—and so is the startlingly sinister Smasher! This is one of the big ones! Story by Stan Lee—art by Johnny Romita!

HULK #159: Ol' Greenskin is back on earth at last! But alas, so is—the ever-awesome Abomination! One of the greatest battle-issues ever!

CLAWS OF THE CAT #2: Marvel's newest, tightest heroine risks all nine lives as she takes on Daredevil's old foe, the Owl—against the Chicago skyline! Like wild!

CRYPT OF SHADOWS #1: Another pulse-pounding premiere issue! You'll shudder to spend—"Midnight on Black Mountain!" Bonus: a tale of terror by Basil Wolverton, one of the most-copied comic artists of all time!

WAR IS HELL #1: In any time—in any clime—war is hell! And we can prove it, with raw, rugged artwork by Herb Trimpe, Al Williamson, George Woodbridge, Dick Ayers, and the late great Bob Powell! Battleground action thru the ages! It dares to be different!

SPOOF #3: Madcap Marvel takes on "The Frogs", TV's Partridge Family, and John Wayne! Any bets on who wins? Don't goof—back **SPOOF!**

Not to mention these Priceless Purveyors of Pandemonium:
FANTASTIC FOUR #130 (The finish of the Frightful Four)—**THOR #207**—**CAPTAIN AMERICA & THE FALCON #157**—**AVENGERS #107** (The Grim Reaper and the Space Phantom)—**DAREDEVIL #95**—**IRON MAN #54**—**SUB-MARINER #57**—**CONAN THE BARBARIAN #22** ("The Shadow of the Vulture")—**HERO FOR HIRE #5**—**CHAMBER OF CHILLS #2**—**TOMB OF DRACULA #6**—**MARVEL PREMIERE #6**—**MARVEL FEATURE #7**—**AMAZING ADVENTURES #16**—**KULL THE CONQUEROR #6** (Beneath the sleeping city waits—(The Worm!))—**NIGHT NURSE #2**—**MARVEL TEAM-UP #6**—(Spider and the Thing—(together))—**WEREWOLF BY NIGHT #3**—**CAPTAIN MARVEL #24**—**FRANKENSTEIN #1** (Subtle hint #283 in a series)—**CREATURES ON THE LOOSE #21**—**SGT. FURY #106**—and the first bat issue of **TEX DAWSON, GUN-SLINGER**, with art by **ROMITA** and cover by **STERANKO!**

Get there early and avoid the rush!

Never finished high school?

Now you can get a diploma without going back

You already know why it's important to have a high school education. You've probably learned the hard way that it can be pretty difficult to get the kind of job you want without one. No matter how hard you're willing to work.

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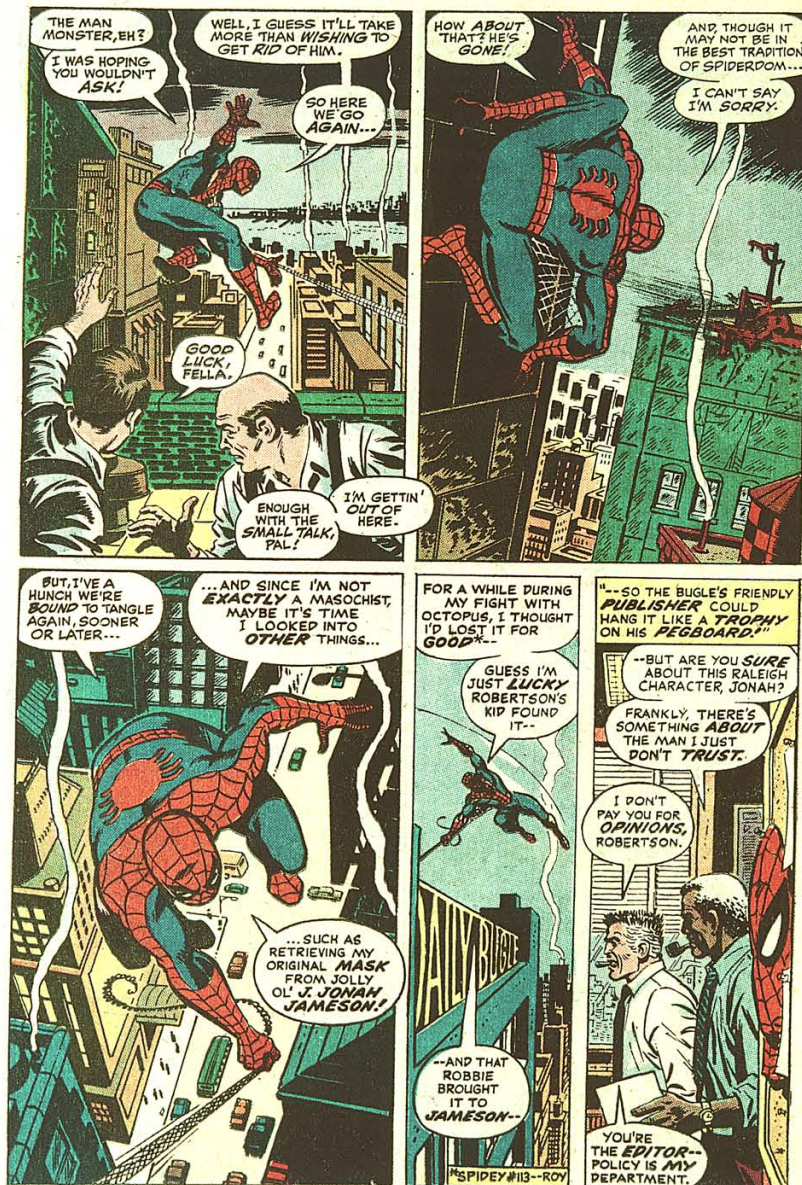
WATCH OUT FOR **THE INVISIBLE MAN!** A GOTHIC MASTERWORK—COMING YOUR WAY IN SUPERNATURAL THRILLERS #2!



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The Adventures of CORGI Boy

It all started when I was driving my CORGI Surtees TS9 Formula 1 racer along the African coast headed for the lost city of Xanda, in search of legendary lost treasures.

I served to avoid the creature of destruction and ran off the road tumbling down the side of an embankment. My CORGI rolled over and over and over but I wasn't hurt and my CORGI was undamaged, it's practically indestructible.

Yet I know this is only the first of what will no doubt be a whole series of treacherous situations that threaten my journey. But I'll have to deal with the others later, I've got to go now.

I then circled around behind the menacing mutation and let go with my dashboard-controlled liquifying blazer,* turning the enormous creature to mush milk right there in its tracks, enabling me to advance along my path unintimidated.

My travels were suddenly interrupted by the appearance of a mammoth, three-headed beast, the likes of which I've only seen in comic books. But this one was real and determined to devour me and my CORGI with one blast of its fiery breath.

ADAM

situations that
ney. But I'll have to
ners later. I've got

#162
QUARTERMASTER
DRACSTER



#1
FERRARI

As fast and fu

1

CORGI Boy says, "If you're smart you won't trust your adventures to any other cars because CORGI's authentic details and lightning fast 'whizz-wheels' are unbeatable."



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by own imagination.

18

554-05

629

1



AND AS FAR AS I'M CONCERNED, RALEIGH IS JUST THE MAN WE NEED TO RID THIS TOWN OF CRIMINALS LIKE THAT BLASTED SPIDER--HUNK!



ROBERTSON, AM I GOING MAD?

THE MASK-- FLYING--?

I SEE IT TOO, JONAH--



BUT I DON'T THINK FLYING IS PRECISELY THE WORD!

DON'T BE SAY, J.J.J.

YOU!

I'LL HAVE YOU ARRESTED, YOU--YOU--



AFTER ALL, WHAT'RE A FEW INSULTS BETWEEN FRIENDS, HMMM, BRIGHT EYES?

YOU DON'T KNOW IT YET, SPIDER-MAN--

BUT YOU'RE FINISHED IN THIS TOWN--



--YOU AND ALL THE OTHER COSTUMED CRIMINALS JUST LIKE YOU!

GREAT! I'VE BEEN NEEDING A VACATION!

TA-TA, LAUGHING BOY!

THANKS FOR KEEPING MY HEAD-PIECE WARM!



SOON, ON A BUILDING NOT FAR AWAY...

UMMM. FEELS GOOD TO GET OUT OF THAT SUFFOCATING CELLO-PHANE.

ALL I HAVE TO DO NOW IS WAIT FOR THE SMASHER TO SHOW HIS UGLY MUTT--

--AND I'LL BE THE BEST-DRESSED CASUALTY IN NEW YORK!



I'D SURE LIKE TO KNOW WHO HE IS, THOUGH... AND WHY HE PULVERIZED THAT BILLBOARD OF RALEIGH'S.

BUT I'D BETTER GO FETCH MY CLOTHES NOW, BEFORE SOMEONE FINDS THEM.



ONE OF THESE DAYS I'LL PROBABLY FIND A BIRD'S NEST IN HERE.

BOY, THE THINGS A GUY HAS TO GO TO KEEP UP HIS SECRET IDENTITY SHITK.



TOO BAD I DIDN'T HAVE TIME TO SET UP MY AUTOMATIC CAMERA.

THE BUGLE WOULD PROBABLY PAY A BUNDLE FOR SOME PIX OF THAT DOUBLED-SIZED PROPOUT FROM A HORROR MOVIE.

OH, WELL... AT LEAST I'VE GOT PICS OF DOCK AND HAMMERHEAD.



MAYBE THOSE WILL GET JAMESON OFF MY BACK ABOUT THE MONEY I OWE HIM FOR MY STAFF JOB.

I SURE HOPE SO! WHAT WITH DOCTOR BILLS ON THIS NUTTY ULCER OF MINE, I NEED ALL THE CASH I CAN GET!

BETTER VISIT HIM AGAIN... ONLY THIS TIME AS PETER PARKER...

...HIS FAVORITE, FORMERLY-FREE-LANCE PHOTOGRAPHER!



LOOK, MAN... THERE'S PETEY-O!

HEY, SLOW DOWN, ROOMMATE. WE'VE BEEN LOOKING FOR YOU.

PEOPLE, YOU'RE THE FIRST NICE THING THAT'S HAPPENED ALL DAY.

WHAT'S GOING ON?



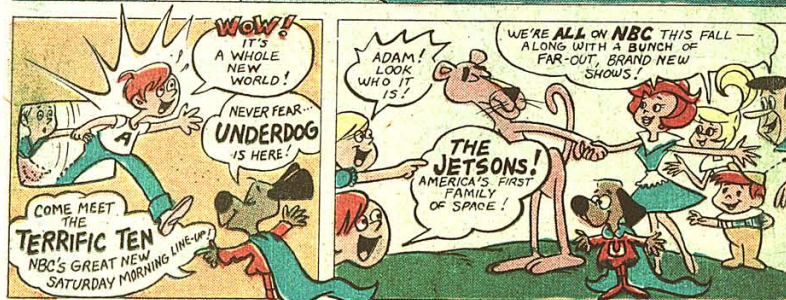
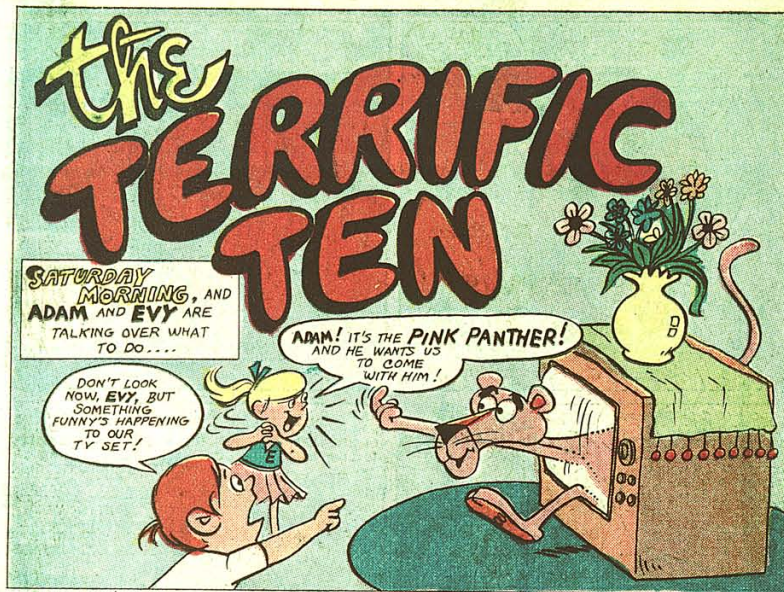
WE HEARD ABOUT YOUR AUNT, PETE.

WHAT'S THE BADGE, MARY JANE?

THOUGHT WED TRY TO CHEER YOU UP A BIT.

IT'S A RALEIGH ROOTER BUTTON, PETEY.

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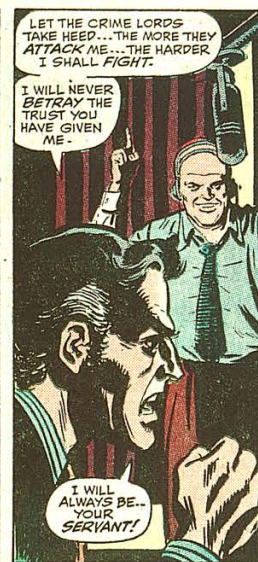
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THE SPIDER'S WEB

SEND YOUR LETTERS TO:
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SPECIAL NOTE FROM THE BULLPEN DEPARTMENT OF CREATIVE CONFUSION:

Oldtime Marvelites will likely experience the odd sensation of *deja vu*—that they've "been here before"—as they read this issue's Spider-Man tale.

Well, in a way, they're right. "Suddenly...the Smasher" is indeed a reprint. Sort of. It's also a brand new story. Sort of. Here's the explanation. Sort of....

Back in the last major election year, Marvel began publication of THE SPECTACULAR SPIDER-MAN, a giant-sized black-and-white comic mag featuring everybody's favorite web-slinger. To say that the book was experimental is to say the least. It was so experimental that it was only black-and-white for one issue. The second ish appeared in full color. It was also so experimental that we ran up against a raft of unexpected production problems with it...and so the second issue was the last.

"Suddenly...the Smasher" appeared in that far-famed first SPECTACULAR SPIDEY as "Lo, this monster." This special reappearance in the regular SPIDER-MAN mags marks its first publication in full color.

What's that, you say? How come, if this is a reprint, the story continuity is consistent with SPIDEY #115? Well, that's why we say it's a reprint, but only sort of.

In the beginning, when we first decided that Jazzy Johnny Romita's fabulous artistic treatment on this story deserved to be seen by more fans than the print run of the SPECTACULAR had allowed...and when we realized that now, around Election '72, would be the perfect time to present the tale again...we had Merry Gerry Conway, now Spidey's regular scripter, read over Smlin' Stan's original story, making careful notes on what was needed to bring it up to date. This innocent little procedure resulted in Gerry's rewriting approximately half of the continuity! And the necessary re-writing, in turn, also meant a mammoth job of retouching had to be done on the art, a job the Jazzy One insisted on handling personally!

So, what we wound up with is a reprint that really isn't a reprint! (And a wicked little aside to those cynical souls who might think we've only granted this first section of the story: take *nothing* for granted, folks. There are even more surprises in store as the tale weaves its way to its conclusion over the next couple of issues!)

Anyway, we hope new fans will enjoy reading "Suddenly...the Smasher" for the first time...and that longtime Marvel madmen will have a ball seeing the story in color and driving themselves bizarre trying to figure out what's brand new and what's left intact from the story's first appearance.

Have fun, Spideophiles! "Nuff said!
(Now that that's over...maybe we can even find room on this page for a letter or two...!)

Dear Stan and John,
Compliments are well in order for your latest work on Spider-Man. The stories are fantastic, and the artwork is enough to make Rembrandt want to take a refresher course in art from Jazzy Johnny. This is not only true with SPIDER-MAN, but with all works of Marvel. The Marvel realism exceeds that of the ordinary comic book, and makes it well worth the mere 20¢ paid for it. Let it also be known that Marvel has entered it's second golden age.

We are now in the year of Marvel. To celebrate, why not revive the MMMS? It would give all Faithful Ones a chance to move up from mere mortal and become a

major part of society once again. I have served in the MMMS many years now and would love to have the great organization brought back. I know I am not alone, and I hope my fellow Merry Marchers band together in unity as Mighty Marvel takes over the world!

R.F.O., T.T.B., K.F.O., John Ranker,
4024 Willow St., Pitts., Pa. 15201

Thanks for the kind words, John. Actually, Rembrandt isn't much of a comic fan, but Leonardo something-or-other did ask for a chance to draw Spidey. We auditioned him, too—but in almost every panel the Webbed One was either smiling weirdly or eating support! So...no go.

As far as the MMMS is concerned...just keep too—er, watching, that is!

Dear Friends,

All the time I have been a Spidey fan (5 years) I've wondered about one thing. When Spidey goes swinging-around shooting all his webbing, does it dissolve? Or does it just stick up there forever? Well, until J. Jolly Jameson turns nice, make mine Marvel.

Todd Floyd, 1204 Appleyard Dr.
Tall., Fla. 32304

Peter Parker, ever conscious of his ecological commitment and the last to be thought of as a little bug, designed his web fluid so that the webs he swings on, and even the ones he uses to bind his foes, merely evaporate after an hour or so....

...just like we're starting to do now...byeese....

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(CAUSE REMBRANDT THE WAY COME TO OUR SENSES!)



BUT WHERE IN BLAZES CAN HE BE HIDING?

IT'S KINDA HARD TO SWEEP A GUY THAT SIZE UNDER THE RUG.



WELL, I'LL WORRY ABOUT HIM SOME OTHER TIME.

NO MATTER HOW HARD I TRY... I CAN'T HOLD OFF MEETING GWEN FOREVER.

I'LL JUST HAVE TO FACE HER--ASK HER IF IT'S ME--OR FLASH.



ANYHOW, THE WAY MY LUCK USUALLY RUNS...

TERRIFIC.



THERE'S A NICE SHADY SPOT, RIGHT NEAR GWEN'S PAD.

SO I MIGHT AS WELL MAKE LIKE "PETER PARKER, BOY FASHION PLATE" AGAIN.

TOO BAD THERE'S NO PHONE BOOTH HANDY...

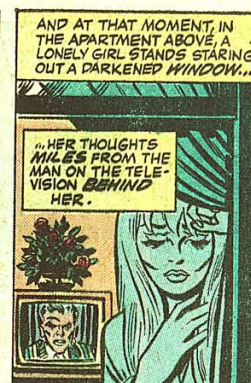
BUT IT'S JUST ONE OF THOSE DAYS.



AW, WHO AM I TRYING TO KID?

I'M AS NERVOUS AS A TEENAGER ON HIS FIRST DATE...

...OR HIS LAST ONE.



AND AT THAT MOMENT, IN THE APARTMENT ABOVE, A LONELY GIRL STANDS STARING OUT A DARKENED WINDOW...

HER THOUGHTS MILES FROM THE MAN ON THE TELEVISION BEHIND HER.



I FEEL SO GUILTY...THE WAY I SPOKE TO PETER'S AUNT, TOLD HER HOW MATERNAL SHE'D BEEN WITH HIM...

WAS IT THAT WHICH MADE HER LEAVE?

AM I THE CAUSE OF PETER'S MISERY?



THE WAY PETER SOUNDED ON THE PHONE... SO DISTANT... SO FORMAL.

DOES HE HATE ME? I-I KNOW HE HAS A RIGHT TO--

BUZZ!

THE DOOR! IT'S HIM!

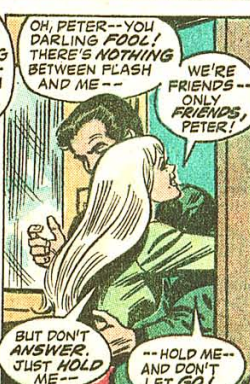


PETER, I--

PLEASE, GWEN--I JUST WANT TO KNOW ONE THING.

IS THERE ANYTHING--ANYTHING AT ALL--BETWEEN YOU AND FLASH?

ME AND--?



OH, PETER--YOU DARLING FOOL! THERE'S NOTHING BETWEEN FLASH AND ME--

WE'RE FRIENDS-- ONLY FRIENDS, PETER!

BUT DON'T ANSWER. JUST HOLD ME--

--HOLD ME-- AND DON'T LET GO!



BUT EVENTUALLY THE SURPRISED MR. PARKER DOES LET GO, AND SOME THIRTY MINUTES LATER, THE REINSTATED LOVERS ARRIVE AT AN EAST SIDE HOTEL, WHERE--

YOU BLEW IT, PETEY--O. THE MAN'S ALREADY BEEN HERE

AND WHAT A SARCASM! I MAY NOT BUY SOME OF HIS VIEWS, BUT ONE THING'S FOR SURE...

RALEIGH'S SINCERE!

SEEMS LIKE MOST OF THE MEDIA AGREE WITH YOU, M.J.



28

CONTINUED AFTER NEXT PAGE



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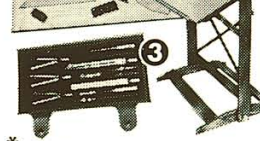
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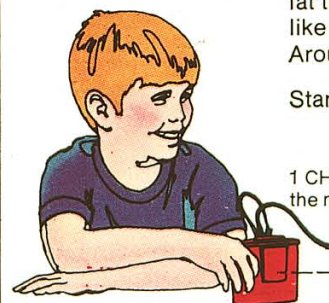
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